

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:	)	Chapter 11
	)	Case No. 01-01139 (JKF)
W.R. GRACE & CO., <u>et al.</u> ,	)	(Jointly Administered)
	)	
Debtors.	)	Objection Deadline: 5/17/07
	)	Hearing Date: Scheduled if Necessary

**COVER SHEET  
THIRTY-FOURTH MONTHLY INTERIM APPLICATION  
OF PHILLIPS, GOLDMAN & SPENCE, P.A. AS LOCAL COUNSEL TO  
DAVID T. AUSTERN, FUTURE CLAIMANTS' REPRESENTATIVE FOR  
COMPENSATION AND REIMBURSEMENT OF EXPENSES FOR THE  
PERIOD OF MARCH 1, 2007 TO MARCH 31, 2007**

Name of Applicant: Phillips, Goldman & Spence, P.A. ("PG&S")

Authorized to Provide Professional Services to: David T. Austern, Future Claimants' Representative (the "FCR")

Date of Retention PG&S Retention Order entered September 27, 2004

Period for which Compensation is Sought: March 1, 2007 through March 31, 2007

Amount of Compensation (100%) sought as actual, reasonable, and necessary: \$14,039.00

80% of Fees to be Paid: \$11,231.20

Amount of Expense Reimbursement sought as actual, reasonable, and necessary: \$755.74

Total Fees @ 80% and Expenses: \$11,986.94

This is an:   X   interim        monthly        final application

The total time expended for fee application preparation during this time period was 2.10 hours and the corresponding fees were \$364.50. The time spent for this matter will be requested in subsequent monthly interim applications.

**PREVIOUS APPLICATIONS**

Fee Application Filing Date, Docket No	Total Fees Requested	Total Expenses Requested	CNO Filing Date, Docket No	80% of Fees Paid or To be Paid	Amount of Holdback Fees	Amount Paid
1 <sup>st</sup> Monthly Application 5.24.04-6.30.04 Filed 10.6.04 Dkt. No. 6549	\$5,034.50	\$0.00	Filed 10.27.04 Dkt No. 6751	\$4,027.60	\$1,006.90	\$4,027.60
1 <sup>st</sup> Quarterly Fee Application 5.24.04-6.30.04 Filed 10.27.04 Dkt. No. 6752	\$5,034.50	\$0.00	Filed 11.19.04 Dkt No. 6696	N/A	\$1,006.90	1,006.90
2 <sup>nd</sup> Monthly Application 7.1.04-7.31.04 Filed 10.6.04 Dkt. No. 6550	\$2,619.00	\$852.87	Filed 11.11.04 Dkt No. 6883	\$2,095.20	\$523.80	\$2,948.07
3 <sup>rd</sup> Monthly Application 8.1.04-8.31.04 Filed 10.8.04 Dkt. 6569	\$3,110.00	\$450.36	Filed 11.11.04 Dkt No. 6884	\$2,488.00	\$622.00	\$2,938.36
4 <sup>th</sup> Monthly Application 9.1.04-9.30.04 Filed 10.28.04 Dkt. No. 6783	\$5,034.50	\$419.64	Filed 11.19.04 Dkt No. 6997	\$4,107.20	\$1,026.80	\$4,526.84
2 <sup>nd</sup> Quarterly Fee Application 7.1.04-9.30.04 Filed 11.16.04 Dkt. No. 6940	\$10,863.00	\$1,722.87	Filed 3.9.05 Dkt No. 7997	N/A	\$2,187.6	N/A
5 <sup>th</sup> Monthly Application 10.1.04-10.31.02 Filed 11.29.04 Dkt. No. 7041	\$6,273.00	\$582.11	Filed 12.21.04 Dkt No. 7278	\$5,018.40	\$1,254.60	\$5,600.51
6 <sup>th</sup> Monthly Application 11.1.04-11.30.04 Filed 12.28.04 Dkt. No. 7370	\$7,128.00	\$249.55	Filed 1.28.05 Dkt No. 7643	\$5,702.40	\$1,425.60	\$5,951.95
7 <sup>th</sup> Monthly Application 12.1.04-12.31.04 Filed 1.28.05 Dkt No. 7644	\$7,245.00	\$186.54	Filed 2.28.05 Dkt No. 7917	\$5,796.00	\$1,449.00	\$5,982.54
3 <sup>rd</sup> Quarterly Fee Application 10.1.04-12.31.04 Filed 2.15.05 Dkt. No. 7783	\$20,646.00	\$1,018.20	Filed 6.14.05 Dkt No. 8613	N/A	\$4,129.20	N/A

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8 <sup>th</sup> Monthly Application 1 1 05-1 31 05 Filed 2 28 05 Dkt No. 7918	\$9,247.00	\$2,039.47	Filed 3 29 05 Dkt No. 8135	\$7,397.60	\$1,850.00	\$9,437.07
9 <sup>th</sup> Monthly Application 2 2 05-2 28 058 Filed 4 8 05 Dkt No. 8191	\$3,373.00	\$164.44	Filed 4 26 05 Dkt No. 8284	\$2,862.84	\$674.60	\$2,862.84
10 <sup>th</sup> Monthly Application 3 1 05-3 31 05 Filed 4 26 05 Dkt No. 8285	\$4,127.50	\$461.38	Filed 6 6 05 Dkt No. 8553	\$3,763.38	825.00	\$3,763.38
4 <sup>th</sup> Quarterly Application 1 1 05-3 31 05 Filed 4 29 05 Dkt No. 8303	\$16,747.50	\$2,665.29	Filed 9 14 05 Dkt No. 9418	N/A	\$3349.49	\$3349.49
11 <sup>th</sup> Monthly Application 4 1 05-4 30 05 Filed 6 6 05 Dkt No. 8554	\$4,910.00	\$195.51	Filed 7 26 05 Dkt No. 9094	\$3,928.00	\$982.00	\$4,123.51
12 <sup>th</sup> Monthly Application 5 1 05-5 31 05 Filed 6 27 05 Dkt No. 8686	\$3,596.00	\$309.93	Filed 7 20 05 Dkt No. 9029	\$2,876.80	\$719.20	\$3,186.73
13 <sup>th</sup> Monthly Application 6 1 05-6 30 05 Filed 7 26 05 Dkt No. 9095	\$5,395.00	1,093.35	Filed 8 31 05 Dkt No. 9288	\$4,316.00	\$1,079.00	5,409.35
5 <sup>th</sup> Quarterly Application Filed 7 27 05 Dkt No. 9096	\$13,901.00	\$1,598.79	Filed 12 5 05 Dkt No. 11250	N/A	\$2,780.20	\$2,780.20
14 <sup>th</sup> Monthly Application Filed 1 3 06 Dkt No. 11474	\$13,174.50	\$212.31	Filed 1 30 06 Dkt No. 11643	\$10,539.60	\$2,634.90	\$10,751.91
15 <sup>th</sup> Monthly Application Filed 1 3 06 Dkt No. 11475	\$6,226.00	\$113.00	Filed 1 30 06 Dkt No. 11644	\$4,980.80	\$1,245.20	\$5,093.80
16 <sup>th</sup> Monthly Application Filed 1 3 06 Dkt No. 11476	\$6,258.00	\$95.26	Filed 1 30 06 Dkt No. 11645	\$5,006.4	\$1,251.60	\$5,101.66
6 <sup>th</sup> Quarterly Application Filed 1 3 06 Dkt No. 11477	\$25,658.50	\$420.57	Filed 3 21 06 Dkt No. 12097	N/A	\$5,131.70	\$5,131.70
17 <sup>th</sup> Monthly Application Filed 1 3 06 Dkt No. 11478	\$10,201.00	\$9.11	Filed 1 30 06 Dkt No. 11646	\$8,160.80	\$2,040.20	\$8,169.91

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18 <sup>th</sup> Monthly Application Filed 1.3.06 Dkt No. 11479	\$5,406.50	\$10.88	Filed 1.30.06 Dkt No. 11647	\$4,325.20	\$1,302.90	\$4,336.08
19 <sup>th</sup> Monthly Application Filed 2.6.06 Dkt No. 11722	\$7,533.00	\$133.39	Filed 3.1.06 Dkt No. 11918	\$6,026.40	\$1,506.60	\$6,159.79
7 <sup>th</sup> Quarterly Application Filed 2.10.06 Dkt No. 11746	\$23,140.50	\$153.38	Filed 3.21.06 Dkt No. 12098	N/A	\$4,849.70	\$4,849.70
20 <sup>th</sup> Monthly Application Filed 2.27.06 Dkt No. 11910	\$8,479.50	\$371.71	Filed 4.28.06 Dkt No. 12332	\$6,783.60	\$1,695.90	\$7,155.31
21 <sup>st</sup> Monthly Application Filed 3.23.06 Dkt No. 12109	\$6,008.50	\$469.08	Filed 4.28.06 Dkt No. 12333	\$4,806.80	\$1,201.70	\$5,275.88
22 <sup>nd</sup> Monthly Application Filed 4/28/06 Dkt No. 12334	\$5,694.00	\$580.22	Filed 12/5/06 Dkt No. 5/31/06	\$4,555.20	\$1,138.80	\$5,135.42
8 <sup>th</sup> Quarterly Application Filed 5/31/06 Dkt No. 12556	\$20,182.00	\$1,421.01	Filed 9/11/06 Dkt No. 13188	N/A	\$4,036.40	4,036.40
23 <sup>rd</sup> Monthly Application Filed 8.23.06 Dkt No. 13042	\$5,289.50	\$1,080.15	Filed 9/20/06 Dkt No. 13270	\$4,231.60	\$1,057.90	\$5,311.75
24 <sup>th</sup> Monthly Application Filed 8.23.06 Dkt No. 13043	\$4,235.00	\$2,740.09	Filed 9/20/06 Dkt No. 13271	\$3,338.00	\$847.00	\$6,128.09
25 <sup>th</sup> Monthly Application Filed 8.23.06 Dkt No. 13044	\$3,753.50	\$564.12	Filed 9/20/06 Dkt No. 13272	\$3,002.80	\$750.70	\$3,566.92
9 <sup>th</sup> Quarterly Application Filed 8.29.06 Dkt No. 13078	\$13,278.00	\$4,384.36	Filed 12.7.06 Dkt No. 13941	N/A	\$2,655.60	\$2,655.60
26 <sup>th</sup> Monthly Application Filed 8/29/06 Dkt No. 13079	\$7,094.50	\$62.04	Filed 9.20.06 Dkt No. 13273	\$5,675.60	\$1,418.90	\$5,737.64
27 <sup>th</sup> Monthly Application Filed 10.2.06 Dkt No. 13333	\$11,850.50	\$270.91	Filed 10.30.06 Dkt No. 13517	\$9,480.40	\$2,370.10	\$9,751.31
28 <sup>th</sup> Monthly Application Filed 10.30.06 Dkt No. 13518	\$11,649.00	\$1,264.75	Filed 11.27.06 Dkt No. 13786	\$9,319.20	\$2,329.80	\$10,583.95
10 <sup>th</sup> Quarterly Application Filed 11.9.06 Dkt No. 13611	\$30,594.00	\$1,597.70	Filed 12.7.06 Dkt No. 13942	N/A	\$6,118.80	

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29 <sup>th</sup> Monthly Application Filed 11.27.06 Dkt No. 13787	\$7,261.00	\$358.99	Filed 12.20.06 Dkt No.	\$5,808.80	\$1,452.20	6,167.79
30 <sup>th</sup> Monthly Application Filed 12.20.06 Dkt No. 14082	\$8,944.50	\$97.57	Filed 1.30.07 Dkt No. 14424	\$7,155.60	\$1788.90	\$7,253.17
31 <sup>st</sup> Monthly Application Filed 2.5.07 Dkt No. 14485	\$17,130.50	\$857.47	Filed 3.5.07 Dkt No. 14747	\$13,704.40	\$3,426.10	\$14,561.87
11 <sup>th</sup> Quarterly Application Filed 2.7.07 Dkt No. 14511	\$33,336.00	\$1,314.03	Filed Dkt No.	N/A	\$6,667.20	
32 <sup>nd</sup> Monthly Application Filed 3.14.07 Dkt No. 14859	\$14,348.50	\$56.44	Filed 4.19.07 Dkt No. 15244	\$11,478.80	\$2,869.70	
33 <sup>rd</sup> Monthly Application Filed 4.19.07 Dkt No. 15247	\$8,698.00	\$216.20	Filed Dkt No.	\$6,958.40		

**CURRENT COMPENSATION SUMMARY****MARCH 1, 2007 THROUGH MARCH 31, 2007**

Name of Professional Person	Position of the Applicant, Number of years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice, Area of Expertise	Hourly Billing Rate (including changes)	Total Billed Hours	Total Compensation
John C. Phillips, Jr.	Director/17 years/1974/litigation/bankruptcy	\$375	34.60	\$12,975.00
Celeste A. Hartman	Sr. Paralegal/10 years/20 years prior experience	\$140	7.60	\$1,064.00
Grand Total			42.20	\$14,039.00
Blended Rate:				\$332.68

**COMPENSATION BY PROJECT CATEGORY**


Project Category	Total Hours	Total Fees
Litigation	36.1	\$13,091.00
Fee/Employment Applications	3.5	\$584.00
Case Administration	2.6	\$364.00
Total		\$14,039.00

**EXPENSE SUMMARY**

Expense Category	Service Provider	Total Expenses
In-House Reproduction (10¢ per page)	N/A	\$34.90
Postage	N/A	\$1.98
Facsimile (billed at \$1 outgoing, only)	N/A	\$1.00
Overnight Courier	Federal Express	\$65.36
Copy, delivery service, mail service	Parcels, Inc.	\$652.50
Total		\$755.74

The FCR was appointed effective May 24, 2004. Since his appointment, the FCR and his professionals have focused on due diligence with respect to the Debtors and events occurring in these cases over the previous three years, and on protecting the rights of the future claimants with respect to actions taken by the Debtors, the Committees and other parties in interest.

PHILLIPS, GOLDMAN & SPENCE, P.A.



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Local Counsel to David T. Austern, as Future  
Claimants' Representative

Date: April 27, 2007